

BEST BUY CO INC

Reported by **BALLARD SHARI L**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/28/13 for the Period Ending 06/26/13

Address 7601 PENN AVE SOUTH

RICHFIELD, MN 55423

Telephone 6122911000

CIK 0000764478

Symbol BBY

SIC Code 5731 - Radio, Television, and Consumer Electronics Stores

Industry Retail (Technology)

Sector Services

Fiscal Year 02/03





Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP **OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				* 2	2. Issuer Name and Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Ballard Shari	L			I	BES	ST BUY	Y CO)]	INC [B	BY	7]					
(Last) (First) (Middle)				3	3. Date of Earliest Transaction (MM/DD/YYYY)						M/DD/YYYY)		Director10% Owner XOfficer (give title below)Other (specify			
7601 PENN A	VENILI	F C					6	(/2	26/2013			below)		,	Otne	r (specify
7001 I ENN A	(Street)	<u> </u>			4. If Amendment, Date Original Filed (MM/DD/YYYY)						iled	6. Individed Applicable L	ual or Joi		Filing (Che	eck
RICHFIELD	, MN 55	423														
(City)	(State)		(Zip)											Reporting Per han One Rep		n
		Tab	ole I - Non	-Deri	vativ	ve Secur	ities	Ac	quired, I	isp	oosed of, or	Beneficially	y Owned			
1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			2. Tra Date			Code		Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction (s) Instr. 3 and 4)		6. 7. Nature Ownership of Indirect Form: Beneficial Direct (D) Ownership				
						any	Code	v	Amount	(A) or (D)		(msu. 3 and 4)			or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock 6/2				6/26/2	2013		S		72942.0000	D	\$27.0000 (1)	15	4895.3930		D	
Common Stock 6/20				6/26/2	2013		S		17352.9700 (2)	D	\$27.2800	0.0000		I	401(k)	
Tab	ole II - De	rivati	ive Securi	ties B	enef	icially C	wne	d (e.g., put	s, c	alls, warra	nts, options	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security 3. Trans. Deemed Execution Date, if any Code (Instr. 3) Code		rans. Code	5. Number of Derivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		and I	6. Date Exercisable and Expiration Date			7. Title and Am Securities Unde Derivative Secu (Instr. 3 and 4)	rlying rity	Derivative of Security (Instr. 5) S B O F R		Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
		Code V	(A)	(D)	Date Exer		Expirati Date	on ,	Γitle Amount o Shares	r Number of		Transaction (s) (Instr. 4)	(+)			

Explanation of Responses:

- (1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.91 to \$27.10, inclusive. Ms. Ballard undertakes to provide to BBY, any security holder of BBY, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (2) Amount reflected represents the adjusted balance of the BBY stock fund in Ms. Ballard's 401(k) as of June 26, 2013, the transaction date.

Remarks:

Ms. Ballard's disposition of directly-held shares (as reported in the first row of Column 4) includes approximately 33,300 shares that she had previously purchased outright, as well as vested shares of Company-granted stock. As reported in the second row of Column 4, Ms. Ballard also sold the entire balance of the BBY stock fund in her 401(k) in order to diversify her 401(k) portfolio. As reflected in Column 5, Ms. Ballard's holdings remain significantly in excess of her 55,000 share ownership target under the Company's Executive Stock Ownership Guidelines following the reported transactions. This is Ms. Ballard's first sale of Company stock since August of 2007.

Reporting Owners

Panarting Owner Name / Address]	Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other

RICHFIELD, WIN 55425	Ballard Shari L 7601 PENN AVENUE S. RICHFIELD, MN 55423		EVP-President, BBY Intl.	
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Signatures

/s/ Hannah G. Olson, Attorney-in-fact 6/28/2013 Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

^{**} Signature of Reporting Person